

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM413732

| | | | |
|---|-------------------------------------|-----------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 01/04/2017 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Jensen Tools + Supply, Inc. | | 01/04/2017 | Corporation: MASSACHUSETTS |
| TestEquity LLC | | 01/04/2017 | Limited Liability Company: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | TestEquity LLC | | |
| Street Address: | 6100 Condor Drive | | |
| City: | Moorpark | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 93021 | | |
| Entity Type: | Limited Liability Company: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2033366 | VANTAGE | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2126983599 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Phone: | 2126983500 | | |
| Email: | patents@dechert.com | | |
| Correspondent Name: | Dechert LLP | | |
| Address Line 1: | 1095 Avenue of the Americas | | |
| Address Line 4: | New York, NEW YORK 10036 | | |
| ATTORNEY DOCKET NUMBER: | 394338-147753 | | |
| NAME OF SUBMITTER: | Margaret Mortimer | | |
| SIGNATURE: | /Margaret Mortimer/ | | |
| DATE SIGNED: | 01/26/2017 | | |
| Total Attachments: 7 | | | |
| source=Jensen_Tools+_Supply_Inc-MA-Miscellaneous#page1.tif | | | |

CH \$40.00 2033366

source=Jensen_Tools+_Supply_Inc-MA-Miscellaneous#page2.tif
source=Jensen_Tools+_Supply_Inc-MA-Miscellaneous#page3.tif
source=Jensen_Tools+_Supply_Inc-MA-Miscellaneous#page4.tif
source=TestEquity_LLC-DE-Merger--Survivor#page1.tif
source=TestEquity_LLC-DE-Merger--Survivor#page2.tif
source=TestEquity_LLC-DE-Merger--Survivor#page3.tif

DF
PC

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

042422916
FORM MUST BE TYPED

Articles of Merger Involving Domestic Corporations, Foreign Corporations or Foreign Other Entities (General Laws Chapter 156D, Section 11.06; 950 CMR 113.37)

FORM MUST BE TYPED

Exact name, jurisdiction and date of organization of each party to the merger:

| (1) EXACT NAME | (2) JURISDICTION | DATE OF ORGANIZATION |
|-----------------------------|------------------|----------------------|
| Jensen Tools + Supply, Inc. | Massachusetts | 4/10/1967 |
| TestEquity LLC | Delaware | 10/7/2005 |

(3) The foreign corporation or other entity ☐ is / ☒ is not* authorized to conduct business in the Commonwealth.

(4) Exact name of the surviving entity: TestEquity LLC

(5) Jurisdiction under the laws of which the surviving entity will be organized: Delaware

(6) The merger shall be effective at the time and on the date approved by the Division, unless a later effective date not more than 90 days from the date and time of filing is specified: _____

(7-8) For each domestic corporation that is a party to the merger:**

(check appropriate box)

☒ The plan of merger was duly approved by the shareholders, and where required, by each separate voting group as provided by G.L. Chapter 156D and the articles of organization.

OR

☐ The plan of merger did not require the approval of the shareholders.

(9) Participation of each other domestic entity, foreign corporation, or foreign other entity was duly authorized by the law under which the other entity or foreign corporation is organized and by its organizational documents.

* Check appropriate box


** Provide this information for each domestic corporation separately

4

(10) Attach any amendment to articles of organization of the surviving entity, where the survivor is a domestic business corporation.


(11) Attach the articles of organization of the surviving entity, where the survivor is a NEW domestic business corporation, including all the supplemental information required by 950 CMR 113.16.

(12) State the executive office address of the surviving foreign other entity if such information is not on the public record in the foreign jurisdiction: 6100 Condor Drive, Moorpark, CA 93021
(number, street, city or town, state, zip code)

Signed by: 
Dan Copsey (signature of authorized individual)

- ☐ Chairman of the board of directors,
- ☒ President, TestEquity LLC
- ☐ Other officer,
- ☐ Court-appointed fiduciary,

on this 4th day of January, 2017

Signed by: 
Dan Copsey (signature of authorized individual)

- ☐ Chairman of the board of directors,
- ☒ President, Jensen Tools + Supply, Inc.
- ☐ Other officer,
- ☐ Court-appointed fiduciary,

on this 4th day of January, 2017

COMMONWEALTH OF MASSACHUSETTS

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

Articles of Merger Involving Domestic Corporations,
Foreign Corporations or Foreign Other Entities
(General Laws Chapter 156D, Section 11.06, 950 CMR 113.37)

I hereby certify that upon examination of these articles of merger, duly submitted to me, it appears that the provisions of the General Laws relative thereto have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$250 having been paid, said articles are deemed to have been filed with me this 4 day of January 2017 at 9:19 p.m.
time

Effective date: _____

(must be within 90 days of date submitted)

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

Filing fee: Minimum \$250

OB
Examiner

Barry
Name approval

C

#A.R.

TO BE FILLED IN BY CORPORATION

Contact Information:

C T Corporation System

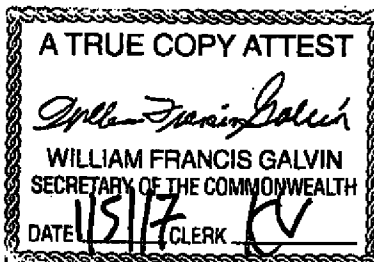
155 Federal Street, Suite 700

Boston, Massachusetts 02110

Telephone: (617) 757-6400

Email: _____

Upon filing, a copy of this filing will be available at www.sec.state.ma.us/cor. If the document is rejected, a copy of the rejection sheet and rejected document will be available in the rejected queue.



3144

1281174

SECRETARY OF THE
COMMONWEALTH
2017 JAN -4 AM 9:19
CORPORATIONS DIVISION

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"JENSEN TOOLS + SUPPLY, INC.", A MASSACHUSETTS CORPORATION,
WITH AND INTO "TESTEQUITY LLC" UNDER THE NAME OF "TESTEQUITY
LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE ON THE FOURTH DAY OF JANUARY, A.D. 2017, AT 2:50 O`CLOCK
P.M.


Jeffrey W. Bullock, Secretary of State

4042883 8100M
SR# 20170043716

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 201815319
Date: 01-04-17

TRADEMARK
REEL: 005974 FRAME: 0290

STATE OF DELAWARE
CERTIFICATE OF MERGER
OF
JENSEN TOOLS + SUPPLY, INC.,
a Massachusetts corporation,
WITH AND INTO
TESTEQUITY LLC,
a Delaware limited liability company

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act:

FIRST: The name of the surviving Limited Liability Company is TestEquity LLC, a Delaware Limited Liability Company.

SECOND: The name of the foreign corporation being merged into this surviving Delaware Limited Liability Company is Jensen Tools + Supply, Inc. The jurisdiction in which the foreign corporation was formed is Massachusetts.

THIRD: The Agreement of Merger has been approved and executed by each of the constituent entities.

FOURTH: The name of the surviving Delaware Limited Liability Company is TestEquity LLC.

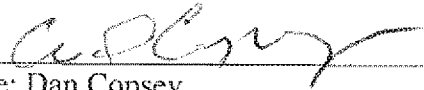
FIFTH: The merger is to become effective on January 4, 2017.

SIXTH: The Agreement of Merger is on file at 6100 Condor Drive, Moorpark, CA 93021, a place of business of the surviving Delaware Limited Liability Company.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving Delaware Limited Liability Company, on request without cost, to any member or stockholder of the constituent entities.

IN WITNESS WHEREOF, said surviving Delaware Limited Liability Company has caused this Certificate of Merger to be signed by an authorized person as of the 4th day of January, 2017.

TESTEQUITY LLC

By: 
Name: Dan Copsey
Title: Authorized Person

[SIGNATURE PAGE TO DELAWARE CERTIFICATE OF MERGER]